

PEARL POLYMERS LIMITED

Whistle Blower Policy & Vigil Mechanism

PREFACE

Pearl Polymers Limited (PPL) believes in the conduct of the business activities in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects Directors and employees wishing to raise a concern about serious irregularities within the Company.

PPL shall ensure protection to the whistleblower and any attempts to intimidate him/her would be treated as a violation of the Code.

DEFINITIONS

The definitions of some of the key terms used in this Policy are given below. The terms not defined herein shall have the meaning assigned to them under the Code.

“Audit Committee” means the Audit Committee of Directors constituted by the Board of Directors of the Company in accordance with Section 177 of the Companies Act, 2013, read with Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges.

- a. **“Employee”** means every employee of the Company including the Directors in the employment of the Company.
- b. **“Director”** means every Director of the Company, past or present.
- c. **“Protected Disclosure”** means any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity and leakage of Unpublished Price Sensitive Information.
- d. **“Subject”** means a person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.
- e. **“Unpublished Price Sensitive Information” (UPS I)** means any information, which relates directly or indirectly, to the Company or its securities, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities of the Company.
- f. **“Whistle Blower”** is someone who makes a Protected Disclosure under this Policy.

SCOPE

- a. The Whistleblower’s role is that of a reporting party with reliable information. They are not required or expected to act as investigators or finders of facts, nor would they determine the appropriate corrective or remedial action that may be warranted in a given case.
- b. Whistleblowers should not act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than as requested by the Chairman of the Audit Committee or the Investigators.

- c. Protected Disclosure will be appropriately dealt with by the Chairman of the Audit Committee.

ELIGIBILITY

All Employees and Directors of the Company are eligible to make Protected Disclosures under the Policy. The Protected Disclosures may be in relation to matters concerning the Company or any other Group Company.

DISQUALIFICATIONS

- a. While it will be ensured that genuine Whistleblowers are accorded complete protection from any kind of unfair treatment as herein set out, any abuse of this protection will warrant disciplinary action.
- b. Protection under this Policy would not mean protection from disciplinary action arising out of false or bogus allegations made by a Whistleblower knowing it to be false or bogus or with a mala fide intention.
- c. In case of Whistleblowers, who make three or more Protected Disclosures, which have been subsequently found to be mala fide, frivolous, baseless, malicious, or reported otherwise than in good faith, will be disqualified, the Company/Audit Committee reserves its right to take/recommend appropriate disciplinary action.

PROCEDURE

- a. All Protected Disclosure should be addressed to the Chairman of the Audit Committee of the Company for investigation.
- b. The contact details of the Chairman of the Audit Committee is as under:

The Chairman of the Audit Committee
c/o Pearl Polymers Ltd.
A-97/2, Okhla Industrial Area, Phase II,
New Delhi-110020

- c. Protected Disclosures should preferably be reported in writing so as to ensure a clear understanding of the issues raised.
- d. The Protected Disclosure should be forwarded under a covering letter which shall bear the identity of the Whistleblower. Anonymous disclosures will not be entertained as it would not be possible to interview the Whistleblowers
- e. If initial enquiries by the Chairman of the Audit Committee indicate that the concern has no basis, or it is not a matter to be investigation pursued under this Policy, it may be dismissed at this stage and the decision is documented.
- f. Where initial enquiries indicate that further investigation is necessary, this will be carried through either by the Chairman of the Audit Committee alone or by any other person nominated by the Chairman of the Audit Committee for this purpose. The investigation would be conducted in a fair

manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings would be made.

- g. On completion of enquiries, Chairman of the Audit Committee or person nominated by him shall submit his report to the Audit Committee who shall either:
 - i) In case the Protected Disclosure is proved, accept the findings and take such Disciplinary Action as they may think fit and take preventive measures to avoid re-occurrence of the matter;
 - ii) In case the Protected Disclosure is not proved, extinguish the matter;

Or

Depending upon the seriousness of the matter, Chairman of the Audit Committee may refer the matter to the Board of Directors with proposed disciplinary action. The Board of Directors may decide the matter as it deems fit.

PROTECTION

- a. No unfair treatment will be meted out to a Whistleblower by virtue of his/her having reported a Protected Disclosure under this Policy. The Company, as a policy, condemns any kind of discrimination, harassment, victimization or any other unfair employment practice being adopted against Whistleblowers. Complete protection will, therefore, be given to the Whistleblowers.
- b. The identity of the Whistleblower shall be kept confidential to the extent possible and permitted under law.
- c. Any other Employee or Director assisting in the said investigation shall also be protected to the same extent as the Whistleblower.

REPORTING

The Chairman of the Audit Committee shall submit a report to the Audit Committee on a regular basis about all Protected Disclosures referred to him since the last report together with the results of investigations, if any.

RETENTION OF DOCUMENTS

All Protected Disclosures in writing or documented along with the results of investigation relating thereto shall be retained by the Company for a minimum period of seven years.

AMENDMENT

The Company reserves its right to amend or modify this Policy in whole or in part, at any time without assigning any reason whatsoever. However, no such amendment or modification will be binding on the Employees and Directors unless the same is notified to the Employees and Directors in writing.